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10  
11 UNITED STATES DISTRICT COURT  
12 NORTHERN DISTRICT OF CALIFORNIA  
13 SAN JOSE DIVISION

14 ANGEL FRALEY; PAUL WANG; SUSAN  
15 MAINZER; JAMES H. DUVAL, a minor, by  
and through JAMES DUVAL, as Guardian ad  
Litem; and W.T., a minor, by and through  
16 RUSSELL TAIT, as guardian ad Litem;  
individually and on behalf of all others  
similarly situated,

17 Plaintiffs,  
18 v.  
19 FACEBOOK, INC, a corporation; and DOES  
20 1-100,  
21 Defendants.

22 Case No. 11-CV-01726 LHK (PSG)

23 DECLARATION OF MATTHEW D. BROWN  
IN SUPPORT OF FACEBOOK, INC.'S  
OPPOSITION TO PLAINTIFFS' MOTION  
FOR CLASS CERTIFICATION

24 Date: May 24, 2012  
Time: 1:30 p.m.  
Courtroom: 4  
Judge: Hon. Lucy H. Koh  
Trial date: December 3, 2012

25 [PUBLIC DOCUMENT]

26 [PORTIONS SUBMITTED  
27 UNDER SEAL]

1 I, Matthew D. Brown, hereby declare as follows:

2       1. I am an attorney duly licensed by the State of California and am admitted to  
 3 practice before this Court. I am a partner at Cooley LLP, counsel for Defendant, Facebook, Inc.  
 4 (“Facebook”). Except as set forth herein, I have personal knowledge of the contents of this  
 5 declaration, and if called and sworn as a witness, I could competently testify regarding them.

6                   **The Named Plaintiffs’ Deposition Transcripts and Discovery Responses**

7       1. Attached hereto as **Exhibit A** is a true and correct copy of excerpts from the  
 8 transcript of the deposition of named Plaintiff Susan Mainzer, taken on December 20, 2011.

9       2. Attached hereto as **Exhibit B** is a true and correct copy of excerpts from the  
 10 transcript of the deposition of named Plaintiff James Duval, taken on December 13, 2011.

11       3. Attached hereto as **Exhibit C** is a true and correct copy of excerpts from the  
 12 transcript of the deposition of James Duval Sr., father and guardian ad litem of named Plaintiff  
 13 James Duval, taken on February 23, 2012.

14       4. Attached hereto as **Exhibit D** is a true and correct copy of excerpts from the  
 15 transcript of the deposition of Patricia Coluse, mother of named Plaintiff James Duval, taken on  
 16 February 23, 2012.

17       5. Attached hereto as **Exhibit E** is a true and correct copy of excerpts from the  
 18 transcript of the deposition of named Plaintiff W.T., taken on December 21, 2011.

19       6. Attached hereto as **Exhibit F** is a true and correct copy of excerpts from the  
 20 transcript of the deposition of Russell Tait, father and guardian ad litem of W.T., taken on  
 21 February 16, 2012.

22       7. Attached hereto as **Exhibit G** is a true and correct copy of excerpts from the  
 23 transcript of the deposition of former named Plaintiff Angel Fraley, taken on March 28, 2012.

24       8. Attached hereto as **Exhibit H** is a true and correct copy of excerpts from named  
 25 Plaintiff Susan Mainzer’s Verified Responses to Defendant Facebook’s Interrogatories, signed  
 26 October 18, 2011.

27

28

1           9. Attached hereto as **Exhibit I** is a true and correct copy of excerpts from named  
 2 Plaintiff James Duval's Verified Responses to Defendant Facebook's Interrogatories, signed  
 3 October 18, 2011.

4           10. Attached hereto as **Exhibit J** is a true and correct copy of excerpts from named  
 5 Plaintiff W.T.'s Verified Responses to Defendant Facebook's Interrogatories, signed October 18,  
 6 2011.

7           11. Attached hereto as **Exhibit K** is a true and correct copy of excerpts from named  
 8 Plaintiff Susan Mainzer's Supplemental Responses to Defendant Facebook's Interrogatories,  
 9 received by Facebook on December 16, 2011. This includes a document labeled "Exhibit 1," a  
 10 chart that I understand was prepared by Plaintiffs, and identifies content on Facebook that  
 11 Mainzer has "Liked" during the time she has been a registered Facebook User.

12          12. Attached hereto as **Exhibit L** is a true and correct copy of excerpts from named  
 13 Plaintiff James Duval's Verified Supplemental Responses to Defendant Facebook's  
 14 Interrogatories, signed December 12, 2011. This includes a document labeled "Exhibit 1," a chart  
 15 that I understand was prepared by Plaintiffs, and identifies content on Facebook that Duval has  
 16 "Liked" during the time he has been a registered Facebook User.

17          13. Attached hereto as **Exhibit M** is a true and correct copy of named Plaintiff W.T.'s  
 18 Supplemental Responses to Defendant Facebook's Interrogatories, received by Facebook on  
 19 December 16, 2011. This includes a document labeled "Exhibit 1," a chart that I understand was  
 20 prepared by Plaintiffs, and identifies content on Facebook that W.T. has "Liked" during the time  
 21 he has been a registered Facebook User.

22          14. Attached hereto as **Exhibit N** is a true and correct copy of an excerpt of a  
 23 document produced by Facebook to Plaintiffs in this litigation, Bates-numbered  
 24 FB\_FRA\_000021428. I understand that the document was generated by Facebook from named  
 25 Plaintiff Susan Mainzer's account records on November 18, 2011, and depicts content on  
 26 Facebook that she "Liked" from November 8, 2011 to November 17, 2011.

27          15. Attached hereto as **Exhibit O** is a true and correct copy of a document introduced  
 28 as Exhibit 1017 at the deposition of named Plaintiff Susan Mainzer on December 20, 2011, and

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1 produced to Facebook in this litigation, Bates-numbered FACEBOOK 000915 to FACEBOOK  
 2 000921. It depicts Profile Pictures uploaded to Susan Mainzer's Facebook account.

3       16. Attached hereto as **Exhibit P** is a true and correct copy of excerpt of a document  
 4 introduced as Exhibit 1005 at the deposition of named Plaintiff James Duval on December 13,  
 5 2011, and produced to Facebook in this litigation, Bates-numbered FACEBOOK 004651. It  
 6 depicts James Duval's Profile Page.

7       17. Attached hereto as **Exhibit Q** is a true and correct copy of a document introduced  
 8 as Exhibit 1010 at the deposition of named Plaintiff James Duval on December 13, 2011, and  
 9 produced to Facebook in this litigation, Bates-numbered FACEBOOK 000041 to FACEBOOK  
 10 000078. It depicts Profile Pictures uploaded to James Duval's Facebook account.

11       18. Attached hereto as **Exhibit R** is a true and correct copy of a document introduced  
 12 as Exhibit 1027 at the deposition of named Plaintiff W.T. on December 21, 2011, and produced to  
 13 Facebook in this litigation, Bates-numbered FACEBOOK 003330 to FACEBOOK 003350. It  
 14 depicts Profile Pictures uploaded to W.T.'s Facebook account.

15       19. Attached hereto as **Exhibit S** is a true and correct copy of a document introduced  
 16 as Exhibit 1037 at the deposition of former named Plaintiff Angel Fraley on March 28, 2012,  
 17 which depicts Profile Pictures of twenty-one of Angel Fraley's Facebook Friends.

18       20. Attached hereto as **Exhibit T** is a true and correct copy of Exhibit 1039 from the  
 19 deposition of former named Plaintiff Angel Fraley on March 28, 2012, which is a printout from  
 20 Angel Fraley's Timeline on Facebook, and depicts the content on Facebook that she "Liked" in  
 21 calendar year 2011.

22       21. Attached hereto as **Exhibit U** is a true and correct copy of a document introduced  
 23 as Exhibit 1042 at the deposition of former named Plaintiff Angel Fraley on March 28, 2012, and  
 24 produced to Facebook in this litigation, Bates-numbered FACEBOOK 006552. It depicts  
 25 Facebook Messages between Angel Fraley and her Facebook Friend Manita Holtrop.

26       22. Attached hereto as **Exhibit V** is a true and correct copy of a document introduced  
 27 as Exhibit 1050 at the deposition of former named Plaintiff Angel Fraley on March 28, 2012, and  
 28

1 produced to Facebook in this litigation, Bates-numbered FACEBOOK 006229 to FACEBOOK  
 2 006251. It depicts a list of Angel Fraley's Facebook Friends.

3       23. Attached hereto as **Exhibit W** is a true and correct copy of a document introduced  
 4 as Exhibit 1052 at the deposition of former named Plaintiff Angel Fraley on March 28, 2012, and  
 5 produced by Facebook to Plaintiffs in this litigation, Bates-numbered FB\_FRA\_100039626. I  
 6 understand that the document was generated by Facebook from Angel Fraley's account records  
 7 on November 18, 2011, and depicts changes she has made to her Facebook name during the time  
 8 she has been a registered Facebook User.

9       24. Attached hereto as **Exhibit X** is a true and correct copy of a document introduced  
 10 as Exhibit 1056 at the deposition of former named Plaintiff Angel Fraley on March 28, 2012, and  
 11 produced to Facebook in this litigation, Bates-numbered FACEBOOK 005874 to FACEBOOK  
 12 005920. It depicts Profile Pictures uploaded to Angel Fraley's account.

13       25. Attached hereto as **Exhibit Y** is a true and correct copy of an excerpt of a  
 14 document produced by Facebook to Plaintiffs in this litigation, Bates-numbered  
 15 FB\_FRA\_000019570 to FB\_FRA\_000019571. I understand that the document was generated by  
 16 Facebook from named Plaintiff James Duval's account records on November 18, 2011, and  
 17 depicts changes he has made to his Facebook name during the time he has been a registered  
 18 Facebook User.

19       26. Attached hereto as **Exhibit Z** is a true and correct copy of a document that depicts  
 20 named Plaintiff James Duval's publicly available Facebook Timeline, available at  
 21 <http://www.facebook.com/profile.php?id=1524195171>, last accessed April 17, 2012.

22       27. Attached hereto as **Exhibit AA** is a true and correct copy of excerpts from named  
 23 Plaintiff Susan Mainzer's Responses to Defendant Facebook's Interrogatories, received April 19,  
 24 2012.

25  
 26  
 27  
 28

## **Deposition Transcripts of Plaintiffs' Experts**

28. Attached hereto as **Exhibit BB** is a true and correct copy of excerpts from the deposition of Plaintiffs' expert, Fernando Torres, taken on April 11, 2012.

## Unpublished Court Records and Legislative History

29. Attached hereto as **Exhibit CC** is a true and copy of the Memorandum and Order entered on March 8, 2012 in *E.K.D. v. Facebook*, No. 11-cv-00461 (S.D. Ill. Mar. 8, 2012), as downloaded from the Southern District of Illinois ECF system.

30. Attached hereto as **Exhibit DD** is a true and copy of the Order entered on January 15, 2010 in *Miller v. Facebook*, No. 09-cv-2810 (N.D. Ga. Jan. 15, 2010), as downloaded from the Northern District of Georgia ECF system.

31. Attached hereto as **Exhibit EE** are true and correct copies of documents regarding the legislative history of § 3344 of the California Civil Code, including:

- a. Excerpts from the 1971 Assembly Final History (Regular Session), detailing the history of Assembly Bill No. 826 (“A.B. 826”), the enacting bill for Civil Code § 3344;
  - b. A.B. 826, as introduced by Assemblyman John Vasconcellos on March 8, 1971;
  - c. Press Release from John Vasconcellos, dated March 8, 1971, describing A.B. 826;
  - d. Analysis of A.B. 826 by the Assembly Committee on the Judiciary, dated May 24, 1971;
  - e. Analysis of A.B. 826 by the Assembly Committee on the Judiciary, dated June 14, 1971;
  - f. A.B. 826, as amended in the Assembly on June 16, 1971; and
  - g. Excerpts from the chaptered bills of the 1971 California Legislature, which set forth the text of § 3344 as enacted in 1971.

## **News Articles Regarding Sponsored Stories**

2           32. Attached hereto as **Exhibit FF** is a true and correct copy of an article from USA  
3 Today.com, accessible at <http://www.usatoday.com/tech/news/2011-01-31->  
4 facebook31\_ST\_N.htm#, last updated on January 30, 2011, and last accessed on April 14, 2012.

5           33. Attached hereto as **Exhibit GG** is a true and correct copy of an article from The  
6 Washington Post.com, accessible at  
7 [http://voices.washingtonpost.com/fasterforward/2011/01/facebook\\_sponsored\\_stories\\_tur.html](http://voices.washingtonpost.com/fasterforward/2011/01/facebook_sponsored_stories_tur.html),  
8 last updated on January 27, 2011, and last accessed April 18, 2012.

9           34. Attached hereto as **Exhibit HH** is a true and correct copy of an article from The  
10 San Francisco Chronicle, accessible at [http://www.sfgate.com/cgi-  
11 bin/article.cgi?f=/c/a/2011/01/25/BU361HE35D.DTL](http://www.sfgate.com/cgi-bin/article.cgi?f=/c/a/2011/01/25/BU361HE35D.DTL), last updated on January 26, 2011, and last  
12 accessed April 14, 2012.

13           35. Attached hereto as **Exhibit II** is a true and correct copy of an article from  
14 CNN.com, accessible at <http://www.cnn.com/2011/11/21/tech/social-media/facebook-ads-ticker>,  
15 last updated on November 21, 2011, and last accessed April 14, 2012.

16       36. Attached hereto as **Exhibit JJ** is a true and correct copy of an article from The  
17 New York Times Media blog, accessible at <http://mobile.nytimes.com/article?a=883723&f=92>,  
18 last updated on December 22, 2011, and last accessed April 14, 2012.

19           37. Attached hereto as **Exhibit KK** is a true and correct copy of an article from  
20 Forbes.com, accessible at <http://www.forbes.com/sites/roberthof/2011/09/22/facebook-s-big->  
21 changes-whats-in-it-for-advertisers/, last updated on September 22, 2011, and last accessed April  
22 14, 2012.

23           38. Attached hereto as **Exhibit LL** is a true and correct copy of an article from ABC  
24 News.com, accessible at <http://abcnews.go.com/Technology/facebook-put-sponsored-ads->  
25 timeline-newsfeed-january-2012/story?id=15205346#.T3toDas7WAg, last updated on December  
26 21, 2011, and last accessed April 14, 2012.

27           39. Attached hereto as **Exhibit MM** is a true and correct copy of an article from The  
28 Chicago Daily Herald, accessible at

1 http://www.dailyherald.com/article/20120317/business/703179987/, last updated on March 17,  
 2 2012, and last accessed April 14, 2012.

3 **Information from Other Sources**

4 40. Attached hereto as **Exhibit NN** is a true and correct copy of a document entitled  
 5 "The Kids are Alright: A Survey of the privacy habits and preferences of teens and their parents  
 6 on social networks," accessible at [http://www.truste.com/pdf/TRUSTe\\_SNS\\_shortdeck.pdf](http://www.truste.com/pdf/TRUSTe_SNS_shortdeck.pdf), last  
 7 visited on April 18, 2012, with Bates identification number FB\_FRA\_000159131, provided to  
 8 Plaintiffs during the course of this litigation.

9 41. Attached hereto as **Exhibit OO** is a true and correct copy of excerpts from  
 10 Facebook's Form S-1 Registration Statement, filed with the United States Securities and  
 11 Exchange Commission on February 1, 2012 and provided to Plaintiffs during the course of this  
 12 litigation with Bates identification number FB\_FRA\_000089756.

13 **Citations**

14 42. The following portions of the Exhibits hereto support the point of argument made  
 15 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 16 paragraph is cited:

- 17       a. Ex. A (Mainzer Tr.) 97:4-13;
- 18       b. Ex. B (Duval Tr.) 162:3-14, 166:11-167:8, 168:2-16, 168:24-169:7;
- 19       c. Ex. E (W.T. Tr.) 67:11-68:22;
- 20       d. Ex. G (Fraley Tr.) 303:15-308:4;
- 21       e. Ex. Q (Duval Depo. Ex.) 1010;
- 22       f. Ex. R (W.T. Depo. Ex.) 1027; and
- 23       g. Ex. X (Fraley Depo. Ex.) 1056.

24 43. The following portions of the Exhibits hereto support the point of argument made  
 25 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 26 paragraph is cited:

- 27       a. Ex. A (Mainzer Tr.) 19:5-14, 98:15-99:21, 99:7-14, 101:23-102:24,  
                   116:10-13, 121:25-122:4;

- b. Ex. E (W.T. Tr.) 33:8-34:12;
  - c. Ex. G (Fraley Tr.) 138:17-139:14, 140:5-12, 141:20-142:11, 143:5-8,  
145:22-146:4, 270:12-271:4, 271:22-272:20;
  - d. Ex. I (Duval Resp. to Facebook Interrog.) No. 2; and
  - e. Ex. J (W.T. Resp. to Facebook Interrog.) No. 2.

6           44. The following portions of the Exhibits hereto support the point of argument made  
7 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
8 paragraph is cited:

- a. Ex. A (Mainzer Tr.) 31:3-23, 70:18-22;
  - b. Ex. B (Duval Tr.) 57:2-23, 229:14-230:22;
  - c. Ex. E (W.T. Tr.) 82:11-19; and
  - d. Ex. G (Fraley Tr.) 151:10-19.

13       45. The following portions of the Exhibits hereto support the point of argument made  
14 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
15 paragraph is cited:

- a. Ex. A (Mainzer Tr.) 42:3-5, 54:17-25;
  - b. Ex. B (Duval Tr.) 29:16-18, 29:25-30:17;
  - c. Ex. E (W.T. Tr.) 17:7-25; and
  - d. Ex. G (Fraley Tr.) 28:4-14, 28:19-29:18.

20       46. The following portions of the Exhibits hereto support the point of argument made  
21 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
22 paragraph is cited:

- a. Ex. B (Duval Tr.) 29:25-30:17.

24       47. The following portions of the Exhibits hereto support the point of argument made  
25 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
26 paragraph is cited:

- 27                   a.     Ex. A (Mainzer Tr.) 45:19-21;  
28                   b.     Ex. B (Duval Tr.) 38:6-13;

- c. Ex. E (W.T. Tr.) 12:24-25;
- d. Ex. P (Duval Depo. Ex.) 1005; and
- e. Ex. G (Fraley Tr.) 33:16-21.

4       48. The following portions of the Exhibits hereto support the point of argument made  
5 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
6 paragraph is cited:

a. Ex. G (Fraley Tr.) 39:24-40:3.

8       49. The following portions of the Exhibits hereto support the point of argument made  
9 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
10 paragraph is cited:

13       50. The following portions of the Exhibits hereto support the point of argument made  
14 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
15 paragraph is cited:

16                   a.     Ex. G (Fraley Tr.) 267:6-282:12;  
17                   b.     Ex. K (Mainzer Supp. Resp. to Facebook Interrog.) No. 2, Ex. 1;  
18                   c.     Ex. L (Duval Supp. Resp. to Facebook Interrog.) No. 2, Ex. 1; and  
19                   d.     Ex. M (W.T. Supp. Resp. to Facebook's Interrog.) No. 2, Ex. 1.

20       51. The following portions of the Exhibits hereto support the point of argument made  
21 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
22 paragraph is cited:

23           a.     Ex. A (Mainzer Tr.) 19:5-14, 98:15-99:21, 99:7-14, 101:23-102:24,  
24                       116:10-13, 121:25-122:4;  
25           b.     Ex. E (W.T. Tr.) 33:8-34:12;  
26           c.     Ex. G (Fraley Tr.) 138:17-139:14, 140:5-12, 141:20-142:11, 143:5-8,  
27                       145:22-146:4, 270:12-271:4, 271:22-272:20;  
28           d.     Ex. I (Duval Resp. to Facebook Interrog.) No. 2;

1 e. Ex. J (W.T. Resp. to Facebook Interrog.) No. 2; and

2 f. Ex. K (Mainzer Supp. Resp. to Facebook Interrog.) No. 2, Ex. 1.

3 52. The following portions of the Exhibits hereto support the point of argument made  
4 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
5 paragraph is cited:

6 a. Ex. A (Mainzer Tr.) 98:15-99:21, 101:23-102:24;

7 b. Ex. E (W.T. Tr.) 33:8-34:12;

8 c. Ex. G (Fraley Tr.) 138:17-139:14, 141:20-142:11, 143:5-8, 145:22-146:4;

9 d. Ex. I (Duval Resp. to Facebook Interrog.) No. 2;

10 e. Ex. J (W.T. Resp. to Facebook Interrog.) No. 2; and

11 f. Ex. K (Mainzer Supp. Resp. to Facebook Interrog.) No. 2, Ex. 1.

12 53. The following portions of the Exhibits hereto support the point of argument made  
13 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
14 paragraph is cited:

15 a. Ex. A (Mainzer Tr.) 19:5-14, 19:23-20:2.

16 54. The following portions of the Exhibits hereto support the point of argument made  
17 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
18 paragraph is cited:

19 a. Ex. B (Duval Tr.) 94:25-95:8, 204:24-205:19, 212:2-214:18.

20 55. The following portions of the Exhibits hereto support the point of argument made  
21 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
22 paragraph is cited:

23 a. Ex. B (Duval Tr.) 134:2-4, 155:18-156:8; and

24 b. Ex. Y (Duval Name Changes) FB\_FRA\_000019570-71.

25 56. The following portions of the Exhibits hereto support the point of argument made  
26 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
27 paragraph is cited:

28 a. Ex. B (Duval Tr.) 136:11-21; and

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DECL. OF MATTHEW D. BROWN I/S/O  
OPP. TO CLASS CERTIFICATION

CASE NO. 11-CV-01726

1                   b.         Ex. C (Duval Sr. Tr.) 70:3-71:7, 71:22-72:17.

2                 57.       The following portions of the Exhibits hereto support the point of argument made  
3 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
4 paragraph is cited:

5                   a.         Ex. G (Fraley Tr.) 151:24-152:9.

6                 58.       The following portions of the Exhibits hereto support the point of argument made  
7 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
8 paragraph is cited:

9                   a.         Ex. A (Mainzer Tr.) 97:4-13;

10                  b.         Ex. B (Duval Tr.) 162:3-14, 166:11-167:8, 168:2-16;

11                  c.         Ex. E (W.T. Tr.) 67:11-68:22;

12                  d.         Ex. G (Fraley Tr.) 303:15-308:4

13                  e.         Ex. O (Mainzer Depo. Ex.) 1017;

14                  f.         Ex. Q (Duval Depo. Ex.) 1010;

15                  g.         Ex. R (W.T. Depo. Ex.) 1027; and

16                  h.         Ex. X (Fraley Depo. Ex.) 1056

17                 59.       The following portions of the Exhibits hereto support the point of argument made  
18 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
19 paragraph is cited:

20                  a.         Ex. O (Mainzer Depo. Ex.) 1017;

21                  b.         Ex. Q (Duval Depo. Ex.) 1010;

22                  c.         Ex. R (W.T. Depo. Ex.) 1027; and

23                  d.         Ex. X (Fraley Depo. Ex.) 1056.

24                 60.       The following portions of the Exhibits hereto support the point of argument made  
25 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
26 paragraph is cited:

27                  a.         Ex. E (W.T. Tr.) 40:19-41:21, 44:10-45:19, 50:6-52:13.

28

1       61. The following portions of the Exhibits hereto support the point of argument made  
 2 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 3 paragraph is cited:

- 4           a. Ex. E (W.T. Tr.) 28:13-29:22, 31:6-32:20; and  
 5           b. Ex. F (R. Tait. Tr.) 32:18-39:14, 105:8-107:20.

6       62. The following portions of the Exhibits hereto support the point of argument made  
 7 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 8 paragraph is cited:

- 9           a. Ex. E (W.T. Tr.) 28:21-29:22, 31:15-25.

10      63. The following portions of the Exhibits hereto support the point of argument made  
 11 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 12 paragraph is cited:

- 13           a. Ex. E (W.T. Tr.) 119:22-120:17; and  
 14           b. Ex. F (R. Tait. Tr.) 43:7-46:6.

15      64. The following portions of the Exhibits hereto support the point of argument made  
 16 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 17 paragraph is cited:

- 18           a. Ex. A (Mainzer Tr.) 139:5-23;  
 19           b. Ex. B (Duval Tr.) 209:14-22;  
 20           c. Ex. E (W.T. Tr.) 137:12-14;  
 21           d. Ex. G (Fraley Tr.) 126:21-127:6;  
 22           e. Ex. N (Mainzer Account) FB\_FRA\_000021428; and  
 23           f. Ex. T (Fraley Depo. Ex.) 1039.

24      65. The following portions of the Exhibits hereto support the point of argument made  
 25 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 26 paragraph is cited:

- 27           a. Ex. B (Duval Tr.) 94:25-95:8.

28

1       66. The following portions of the Exhibits hereto support the point of argument made  
 2 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 3 paragraph is cited:

4           a. Ex. B (Duval Tr.) 94:25-95:8, 204:24-205:19, 212:2-214:18.

5       67. The following portions of the Exhibits hereto support the point of argument made  
 6 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 7 paragraph is cited:

8           a. Ex. E (W.T. Tr.) 40:19-41:21; 44:10-45:19, 50:6-52:13.

9       68. The following portions of the Exhibits hereto support the point of argument made  
 10 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 11 paragraph is cited:

12           a. Ex. E (W.T. Tr.) 28:13-29:22, 31:6-32:20; and

13           b. Ex. F (R. Tait. Tr.) 32:18-39:14.

14       69. The following portions of the Exhibits hereto support the point of argument made  
 15 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 16 paragraph is cited:

17           a. Ex. F (R. Tait. Tr.) 105:8-107:20.

18       70. The following portions of the Exhibits hereto support the point of argument made  
 19 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 20 paragraph is cited:

21           a. Ex. E (W.T. Tr.) 119:22-120:17; and

22           b. Ex. F (R. Tait. Tr.) 43:7-46:6.

23       71. The following portions of the Exhibits hereto support the point of argument made  
 24 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 25 paragraph is cited:

26           a. Ex. B (Duval Tr.) 135:9-19, 136:11-21, 155:18-156:8; and

27           b. Ex. Y (Duval Name Changes) FB\_FRA\_000019570-71.

1           72. The following portions of the Exhibits hereto support the point of argument made  
2 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
3 paragraph is cited:

4 a. Ex. C (Duval Sr. Tr.) 70:3-71:7.

5       73. The following portions of the Exhibits hereto support the point of argument made  
6 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
7 paragraph is cited:

8 a. Ex. G (Fraley Tr.) 151:24-152:9.

9           74. The following portions of the Exhibits hereto support the point of argument made  
10 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
11 paragraph is cited:

a. Ex. A (Mainzer Tr.) 97:4-13:

b. Ex. B (Duval Tr.) 164:25-165:8, 166:11-17, 168:17-23;

c. Ex. E (W.T. Tr.) 67:11-68:22; and

15 || d. Ex. G (Fraley Tr.) 305:15-21, 308:2-4.

16       75. The following portions of the Exhibits hereto support the point of argument made  
17 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
18 paragraph is cited:

<sup>19</sup> Ex. B (Dux Tr.) 162:3-14, 166:11-167:8, 168:2-16; and

b. Ex. Q (Duval Depo. Ex.) 1010.

21       76. The following portions of the Exhibits hereto support the point of argument made  
22 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
23 paragraph is cited:

24 a. Ex. G (Fraley Tr.) 65:6-83:18, 71:5-24, 75:4-15, 76:9-22, 78:22-79:14,  
25 80:25-81:20 - 1

b.  $E_{\text{H}} - V$  (Euler-Done,  $E_{\text{H}} \rightarrow 1050$ )

1       77. The following portions of the Exhibits hereto support the point of argument made  
 2 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 3 paragraph is cited:

- 4           a. Ex. G (Fraley Tr.) 65:6-83:18; and  
 5           b. Ex. S (Fraley Depo Ex.) 1037.

6       78. The following portions of the Exhibits hereto support the point of argument made  
 7 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 8 paragraph is cited:

- 9           a. Ex. I (Duval Resp. to Facebook Interrog.) No. 1;  
 10          b. Ex. K (Mainzer Supp. Resp. to Facebook Interrog.) No. 1; and  
 11          c. Ex. G (Fraley Tr.) 183:3-7, 183:22-25.

12       79. The following portions of the Exhibits hereto support the point of argument made  
 13 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 14 paragraph is cited:

- 15          a. Ex. B (Duval Tr.) 94:1-24, 204:24-205:19; and  
 16          b. Ex. E (W.T. Tr.) 33:8-34:20.

17       80. The following portions of the Exhibits hereto support the point of argument made  
 18 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 19 paragraph is cited:

- 20          a. Ex. A (Mainzer Tr.) 70:18-22, 73:3-8, 139:5-23, 180:25-181:3;  
 21          b. Ex. B (Duval Tr.) 94:25-95:8, 204:24-205:19, 209:14-22, 212:2-214:18;  
 22          c. Ex. E (W.T. Tr.) 91:14-93:1; and  
 23          d. Ex. G (Fraley Tr.) 198:22-199:16.

24       81. The following portions of the Exhibits hereto support the point of argument made  
 25 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 26 paragraph is cited:

- 27          a. Ex. B (Duval Tr.) 94:25-95:8, 204:24-205:19, 212:2-214:18.

1       82. The following portions of the Exhibits hereto support the point of argument made  
 2 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 3 paragraph is cited:

- 4           a. Ex. A (Mainzer Tr.) 97:4-13;
- 5           b. Ex. B (Duval Tr.) 134:2-4, 162:3-14, 166:11-167:8, 168:2-16;
- 6           c. Ex. E (W.T. Tr.) 67:11-68:22;
- 7           d. Ex. G (Fraley Tr.) 303:15-308:4;
- 8           e. Ex. Q (Duval Depo. Ex.) 1010;
- 9           f. Ex. R (W.T. Depo. Ex.) 1027;
- 10          g. Ex. X (Fraley Depo. Ex.) 1056;
- 11          h. Ex. Y (Duval Name Changes) FB\_FRA\_000019570-71; and
- 12          i. Ex. Z (Duval Timeline).

13       83. The following portions of the Exhibits hereto support the point of argument made  
 14 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 15 paragraph is cited:

- 16           a. Ex. A (Mainzer Tr.) 26:20-22, 83:16-25, 84:23-85:6, 100:5-101:6, 101:20-  
             102:14;
- 17           b. Ex. B (Duval Tr.) 11:7-13, 13:12-14:4; and
- 18           c. Ex. E (W.T. Tr.) 104:22-105:20.

20       84. The following portions of the Exhibits hereto support the point of argument made  
 21 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 22 paragraph is cited:

- 23           a. Ex. B (Duval Tr.) 80:19-81:7, 82:16-21.

24       85. The following portions of the Exhibits hereto support the point of argument made  
 25 in Facebook's Opposition to the Motion for Class Certification for which this declaration  
 26 paragraph is cited:

- 27           a. Ex. A (Mainzer Tr.) 24:8-18, 26:23-27:14; and
- 28           b. Ex. E (W.T. Tr.) 171:21-25, 175:8-176:15.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 19, 2012 at San Francisco, California.

/s/ Matthew D. Brown  
Matthew D. Brown

**GENERAL ORDER 45 ATTESTATION**

In accordance with General Order 45, concurrence in the filing of this document has been obtained from the signatory and I shall maintain records to support this concurrence for subsequent production for the Court if so ordered or for inspection upon request by a party.

Dated: April 19, 2012

COOLEY LLP

/s/ Michael G. Rhodes  
Michael G. Rhodes  
Attorneys for Plaintiff